

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**ORDER ON DEBTORS' FIFTY-FOURTH OMNIBUS
OBJECTION TO CLAIMS (DISALLOWANCE OF CERTAIN LATE CLAIMS)**

THIS MATTER having come before the Court on the
Debtors' Fifty-Fourth Omnibus Objection to Claims
(Disallowance of Certain Late Claims) (the "Objection"),
which requested, among other things, that the claims
specifically identified on Exhibits C, D, E and F attached
to the Objection be disallowed in their entirety and for all

purposes in these bankruptcy cases for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that certain Claimants filed a response to the Objection; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein are forever disallowed in their entirety for all purposes in these bankruptcy cases.
3. The status hearing on the Objection to the claims identified on Exhibit B as attached hereto and incorporated herein is hereby adjourned to January 14, 2010, at 2:00 p.m. (Eastern) or until such later time as agreed by the parties.
4. The Objection to the claim identified on Exhibit C as attached hereto and incorporated herein is withdrawn; provided, however, the Debtors' rights to object to the

claim identified on Exhibit C on any grounds that applicable law permits are not waived and are expressly reserved.

5. The Debtors' rights to object to any claim, including (without limitation) the Claims, on any grounds that applicable law permits are not waived and are expressly reserved.

6. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the interpretation or implementation of this Order.

7. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia
_____, 2009

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel to the Debtors
and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
TMLP PO BOX 870 TAUNTON, MA 02780-0870	14530	Secured: Priority: Administrative 503(b)(9): \$20,958.77 Unsecured: Reclamation: Total: \$20,958.77	07/29/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 1 \$20,958.77

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
ELEGANT ACQUISITION LLC RICHARD STEBEN CHIEF FINANCIAL OFFICER 5253 W ROOSEVELT RD CICERO, IL 60804-1222	14457	Secured: Priority: Administrative \$4,752.00 503(b)(9): Unsecured: Reclamation: Total: \$4,752.00	07/03/2009	CIRCUIT CITY STORES, INC. (08-35653)
JACK HERNANDEZ AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI RIGHETTI LAW FIRM PC 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14176	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES, INC. (08-35653)
JACK HERNANDEZ AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI RIGHETTI LAW FIRM PC 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14264	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
JONATHAN CARD AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI RIGHETTI LAW FIRM PC 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14263	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
JOSEPH SKAF ET AL AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI RIGHETTI LAW FIRM PC 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14179	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
JOSEPH SKAF ET AL AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI RIGHETTI LAW FIRM PC 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14183	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
ROBERT GENTRY AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14186	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
ROBERT GENTRY AND THE ALLEGED CLASS OF CLAIMANTS SIMILARLY SITUATED ATTN MATTHEW RIGHETTI 456 MONTGOMERY ST STE 1400 SAN FRANCISCO, CA 94104	14181	Secured: Priority: Administrative UNL 503(b)(9): Unsecured: Reclamation: Total: UNL	07/02/2009	CIRCUIT CITY STORES, INC. (08-35653)
STONEHOUSE MARKETING SERVICES RUSS MCREYNOLDS 2039 INDUSTRIAL BLVD NORMAN, OK 73069	14544	Secured: Priority: Administrative \$68,700.71 503(b)(9): Unsecured: Reclamation: Total: \$68,700.71	08/07/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 9 \$73,452.71

* "UNL" denotes an unliquidated claim.

EXHIBIT A

Total: 1 \$5,114.00

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
AMANDA COMPTON 2649 CORONADO RDG LEXINGTON, KY 40511	14553	Secured: Priority: \$750.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$750.00	08/11/2009	CIRCUIT CITY STORES, INC. (08-35653)
CAPITOL OIL ATTN E MICHAEL ZACHARIAS PO BOX 26664 RICHMOND, VA 23261-6664	14495	Secured: Priority: Administrative 503(b)(9): Unsecured: \$1,167.43 Reclamation: Total: \$1,167.43	07/21/2009	CIRCUIT CITY STORES, INC. (08-35653)
CHANDLER L DICKERSON 12 ROUND TREE CT GREENSBORO, NC 27410	14568	Secured: Priority: Administrative 503(b)(9): Unsecured: \$94.66 Reclamation: Total: \$94.66	08/13/2009	CIRCUIT CITY STORES, INC. (08-35653)
CIRCUIT CITY NAOMI GANT 57 EASTWYCK RD DECATUR, GA 30032	14533	Secured: Priority: \$323.99 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$323.99	07/29/2009	CIRCUIT CITY STORES, INC. (08-35653)
CYNDA ANN BERGER 1525 CRAWFORD WOOD DR MIDLOTHIAN, VA 23114	14293	Secured: Priority: Administrative 503(b)(9): Unsecured: UNL Reclamation: Total: UNL	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
DILIPKUMAR PATEL PRATIBHA PATEL PO BOX 339 STATESVILLE, NC 28687	13293	Secured: Priority: Administrative 503(b)(9): Unsecured: \$51,785.10 Reclamation: Total: \$51,785.10	06/08/2009	CIRCUIT CITY STORES, INC. (08-35653)
DOUGLAS AND NANCY CRANDELL 3 OXFORD DR EAST HANOVER, NJ 07936	14586	Secured: Priority: Administrative 503(b)(9): Unsecured: \$817.00 Reclamation: Total: \$817.00	08/24/2009	CIRCUIT CITY STORES, INC. (08-35653)
ELEANOR SURKIS 116 PINEHURST AVE NEW YORK, NY 10033	14524	Secured: Priority: Administrative 503(b)(9): Unsecured: UNL Reclamation: Total: UNL	07/27/2009	CIRCUIT CITY STORES, INC. (08-35653)
FARAMARZ AZIZI 135 N WILLAMAN DR BEVERLY HILLS, CA 90211-2112	13230	Secured: Priority: Administrative 503(b)(9): Unsecured: \$25,000.00 Reclamation: Total: \$25,000.00	06/01/2009	CIRCUIT CITY STORES, INC. (08-35653)
GREGORY J MYERS 2122 PRESCOTT DR BARTLETT, IL 60103	13749	Secured: Priority: Administrative 503(b)(9): Unsecured: UNL Reclamation: Total: UNL	06/22/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
HORACE L & NORMA DYCRES HORACE L AND NORMA D DYCRES 5533 HILL RD POWDER SPRINGS, GA 30127	14555	Secured: Priority: \$3,531.67 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$3,531.67	08/17/2009	CIRCUIT CITY STORES, INC. (08-35653)
HOSSEIN, MOHAMMAD AZMAL 8550 SPRING VALLEY RD APT NO 265 DALLAS, TX 75240	13483	Secured: Priority: Administrative 503(b)(9): Unsecured: \$20,356.00 Reclamation: Total: \$20,356.00	06/23/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
INMAGIC INC ATTN JEANNINE FLYNN 200 UNICORN PARK DR 4TH FL WOBURN, MA 01801	14304	Secured: Priority: Administrative 503(b)(9): Unsecured: \$24,000.00 Reclamation: Total: \$24,000.00	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)
JOEL M PORES 24031 EL TORO RD NO 301 LAGUNA HILLS, CA 92653	14562	Secured: Priority: \$100.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$100.00	08/24/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
JOSEPH T BROACH 3688 JEFFERSON LANDING RD POWHATAN, VA 23139	14642	Secured: Priority: Administrative 503(b)(9): Unsecured: \$1,912.00 Reclamation: Total: \$1,912.00	09/21/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
LELAND COHEN ALLEN COHEN ESQ 100 GREENWOOD AVE WYNCOTE, PA 19095	14480	Secured: Priority: \$40.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$40.00	07/13/2009	CIRCUIT CITY STORES, INC. (08-35653)
LISA M BOYER 6317 PARK RIDGE RD LOVES PARK, IL 61111-4072	14644	Secured: Priority: Administrative 503(b)(9): Unsecured: \$390.78 Reclamation: Total: \$390.78	09/21/2009	CIRCUIT CITY STORES, INC. (08-35653)
LISA M BOYER BENEF IRA HELEN J KERL DECD FCC AS CUST 6317 PARK RIDGE RD LOVES PARK, IL 61111-4072	14643	Secured: Priority: Administrative 503(b)(9): Unsecured: \$684.22 Reclamation: Total: \$684.22	09/21/2009	CIRCUIT CITY STORES, INC. (08-35653)
ROBERT E KNIESCHE 179 SHELBY DR NEWPORT NEWS, VA 23608	14509	Secured: Priority: Administrative 503(b)(9): Unsecured: \$621.00 Reclamation: Total: \$621.00	07/20/2009	CIRCUIT CITY STORES, INC. (08-35653)
SCHMIDT, GARY 830 CARNELLIAN LANE PEACHTREE CITY, GA 30269	13061	Secured: Priority: \$40,000.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$40,000.00	05/28/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
SHAMEEN MYERS 101 STAGG WALK 3C BROOKLYN, NY 11206-1801	14618	Secured: \$650.23 Priority: Administrative 503(b)(9): Unsecured: Reclamation: Total: \$650.23	09/09/2009	CIRCUIT CITY STORES, INC. (08-35653)
SPADA, GUIDO P O BOX 396 NINE MILE FALLS, WA 99026	14594	Secured: Priority: Administrative 503(b)(9): Unsecured: \$6,351.00 Reclamation: Total: \$6,351.00	09/04/2009	CIRCUIT CITY STORES, INC. (08-35653)
WAYNE BERKLEY LUCK 8954 KINGS CHARTER DR MECHANICSVILLE, VA 23116	14406	Secured: Priority: \$400,000.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$400,000.00	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)
WAYNE BERKLEY LUCK WAYNE B LUCK 8954 KINGS CHARTER DR MECHANICSVILLE, VA 23116	14328	Secured: Priority: Administrative 503(b)(9): Unsecured: \$212,300.00 Reclamation: Total: \$212,300.00	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 24 \$790,875.08

* "UNL" denotes an unliquidated claim.

EXHIBIT B

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
FM FACILITY MAINTENANCE FKA IPT LLC 10 COLUMBUS BLVD 4TH FL HARTFORD, CT 06106	14325	Secured: Priority: Administrative \$731,293.46 503(b)(9): Unsecured: Reclamation: Total: <u> </u> \$731,293.46	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)
FM FACILITY MAINTENANCE FKA IPT LLC 10 COLUMBUS BLVD 4TH FL HARTFORD, CT 06106	14525	Secured: Priority: Administrative \$607,961.73 503(b)(9): Unsecured: Reclamation: Total: <u> </u> \$607,961.73	07/28/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 2 \$1,339,255.19

* "UNL" denotes an unliquidated claim.

EXHIBIT B

Total: 1 \$7,254.55

* "UNL" denotes an unliquidated claim.

EXHIBIT B

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
GREGG J NAGY DANIEL W SHEPPARD ESQ MORGAN & MORGAN PA PO BOX 9504 FORT MYERS, FL 33906	13305	Secured: Priority: Administrative 503(b)(9): Unsecured: \$15,000.00 Reclamation: Total: <u> </u> \$15,000.00	06/09/2009	CIRCUIT CITY STORES, INC. (08-35653)
HARRY B GROSS SR 206 N PACIFIC HUTCHINS, TX 75141	14541	Secured: Priority: \$199.99 Administrative 503(b)(9): Unsecured: Reclamation: Total: <u> </u> \$199.99	08/06/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 2 \$15,199.99

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
BELLSOUTH TELECOMMUNICATIONS INC VINCENT A DAGOSTINO ESQ C O LOWENSTEIN SANDLER PC 65 LIVINGSTON AVE ROSELAND, NJ 07068	13926	Secured: Priority: Administrative \$146,003.58 503(b)(9): Unsecured: Reclamation: Total: <hr/> \$146,003.58	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 1 \$146,003.58

* "UNL" denotes an unliquidated claim.